



SEAX Multi-Academy Trust

Terms of Reference

July 2015



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SEAX Multi Academy Trust:

Established on April 1st 2015 as a collaborative partnership between Thriftwood School and College and Langham Oaks School.

SEAX Trust Vision:

- To provide outstanding educational experiences for children and young people with special educational needs
- To put the well-being and achievement of pupils at the heart of all decision making

SEAX Trust Ethos & Values:

The key words of our vision statement underpin our ethos & values and:

- We operate within a culture of Trust and respect for all members of our community
- We celebrate achievement and value the contribution of individuals
- We have high expectations of all – commitment and participation

The Trust and its academies will be innovative and outward facing, working in collaborative and effective partnerships with the LA, ESSET (Essex Special Schools Trust) and others, to secure the development of outstanding SEND provision for children and young people in Essex.

SEAX Trust will:

- Deliver high quality educational experiences to all learners
- Secure the highest achievement for all and Improve learner's life chances
- Establish close partnership with parents and carers & a wide range of professional disciplines to support success, achievement and social outcomes for all
- Develop the skills, knowledge, and capability of all staff to deliver high quality education and support.
- Provide quality leadership and governance, accountable for the performance of each academy and the Trust.

Achieved Through:

- Ensuring an excellent quality of teaching which secures the highest achievement for all
- A broad curriculum which enriches learning, promotes well-being and improves the life chances and aspirations of all pupils and students
- School to school support offering high quality and sustained appropriate professional development in teaching, leadership, management and governance, for staff in Trust academies.
- Leadership and governance across the Trust and academies which is highly effective and ensures improved outcomes for all learners.
- Operational economies in terms of value for money and organisational resilience; greater purchasing power and cost saving through economies of scale

SEAX Trust - Articles of Association

The SEAX Trust Memorandum and Articles of Association set out the responsibilities and procedures for the running of SEAX Trust (which is a charitable company limited by guarantee as per Companies Act of 2006).

The Articles state that:

- The Object of SEAX Trust is to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing, developing and raising standards at schools ("the Academies) offering a broad and balanced curriculum.
- SEAX Trust will have overall responsibility for the operation of member Academies and will delegate limited powers to the Local Governing bodies of those Academies.
- SEAX Trust comprises of a group of special Academies who agree to work together within the Terms of Reference for SEAX Trust.



- The SEAX Trust Board of Directors includes representatives drawn from each of the member Academy's Local Governing Bodies. They have a remit to co-ordinate matters of common interest referred by the Local Governing Bodies.

A list of member Academies, SEAX Trust Members and SEAX Trust Board of Directors can be found at Appendix B. The term of office for SEAX TRUST Board of Directors is 4 years.

The Board of Directors

SEAX Trust is governed by Directors constituted through the Memorandum of Association and Articles of Association. This Board of Directors ("the Board") is responsible for ensuring that high standards of corporate governance are maintained. It will exercise its powers and functions with a view to fulfilling a largely strategic leadership role in the running of the Academies. This will allow greater opportunities for collaboration not only with regards to teaching but also in terms of the management of each Academy, including the procurement of goods and services.

The Board is also governed by the terms of any Funding Agreements that are in place, the Academies Financial Handbook and the Treasury publications "Guidance on Codes of Practice for Board Members of Public Bodies" and "The Orange Book: Management of Risk – Principles and Concepts"

Section 1 - Responsibilities of the Board of Directors

- 1.1 Directors are responsible for addressing such matters as:
- **Policy development and strategic planning**, including target-setting to keep up momentum on Academy improvement;
 - Ensuring **sound management and administration** of the Academies, and ensuring that managers are equipped with relevant skills and guidance;
 - Ensuring compliance with all **legal requirements**;
 - Establishing and maintaining a transparent system of prudent and **effective internal controls**;
 - Oversight of the management of the Academies financial, human and other **resources** (in particular over the spending identified in the Academies improvement plans);
 - **Monitoring performance** and the achievement of objectives, and ensuring that plans for improvement are acted upon;
 - Helping the Academies to be **responsive to the needs of parents and the community** and making it more accountable through consultation and reporting;
 - Setting the Academies standards of conduct and values;
 - Assessing and managing **risk** (including preparation of a statement on the Academies' risk management for the annual report and accounts). The risk management process should include preparation of a Risk Register and a Contingency and Business Continuity Plan to deal with crises that could face the Academies;
 - Ensuring that procedures are in place to ensure that employees of the Academies are paid for work done in accordance with their contracts of employment with the Academies. The Board will ensure that it obtains professional advice in establishing, enacting and enforcing personnel policies to ensure compliance with employment and other relevant legislation;
 - Ensuring that the Academies have adequate insurance cover to support their activities as an employer e.g. employers' liability insurance, fidelity insurance, Director indemnity, public liability insurance;

ADMISSIONS TO SEAX TRUST SCHOOLS:

The academies have individual designations and the Local Authority retains the statutory responsibility for the placement of pupils (admissions).

STRUCTURE OF THE TRUST

- 1.2 The Board of Directors is the approving body and will meet at least three times a year. The SEAX Trust sub committees and Local Academy Local Governing Bodies carry out work on behalf of the Board.



- 1.3 The sub committees support the Board in a range of delegated and preparatory duties and report at least termly about the work done and / or make recommendations.
- 1.4 The sub committees ensure all relevant Academy policies are in place and amended as and when required and report matters arising to the Board as required.
- 1.5 As the Trust is a company, the Directors who sit on the Board are the legal Directors of the charity. This confers certain obligations upon the Directors to protect the assets, property and good name of the charity. The legal requirements of Directors are set out below:
- 1.6 Directors have full responsibility for the company and must:
 - Act together and in person and not delegate control of the charity to others;
 - Act strictly in accordance with the Trust's governing documents;
 - Act in the Trusts' interests only, without regard to their own private interests;
 - Manage the Trusts' affairs prudently throughout the life of the Trust;
 - Not derive any personal benefit or gain from the Trust of which they are Directors;
 - Take proper professional advice on matters on which they are not themselves competent.
- 1.7 In managing the Trusts' finances, Directors must:
 - Ensure that bank accounts, financial systems and financial records are operated by more than one person;
 - Ensure that all the Trusts' property is under the control of the Directors;
 - Keep full and accurate accounting records; and
 - Prepare accrual accounts giving a true and fair view of the Trusts' incoming resources and application of resources during the year and of its state of affairs at the year end.
- 1.8 In monitoring the individual Academies' income, Directors must ensure it is spent solely for the purposes set out in the individual Academies approved budgets.
- 1.9 The Board will be responsible for agreeing the terms of reference for its subcommittees and reviewing these terms of reference annually in the Autumn Term. Their responsibility is to ensure the agreed framework within which each committee operates.
- 1.10 The Board will note the Chair of each SEAX Trust subcommittee annually. No Director employed by the Academies will act as Chair of a committee.
- 1.11 The Chair of the Board, in consultation with the Executive Principal and the Headteacher of the relevant Academy and the Chair of Local Governing Body, will take appropriate action when a decision is needed urgently on behalf of the Directors/Local Governing body.
- 1.12 Each Academy will have a Local Governing body constituted as a subcommittee of the Board, the Board will approve the membership of each Local Governing body and its delegated Terms of Reference.
- 1.13 The Directors will still have a duty to take appropriate action when there are weaknesses identified in the Academies. Where individual Directors/Governors have unresolved concerns about the running of the Academy or a proposed action, they should ensure that these concerns are recorded in minutes.
- 1.14 The Directors will approve the appointment of a Principal/Headteacher to each Academy. The Principal/Headteachers are responsible for the internal organisation, management and control of the Academies, the implementation of all policies approved by the Directors and for the direction of teaching and the curriculum. The Directors formally delegate these powers and functions to the Principal/Headteacher.



STAFF STRUCTURE OF THE TRUST:

The Trust currently operates with the staff designated below:

CEO – Mrs Sally Davies O.B.E. Principal Thriftwood School and College

CFO – Mrs Jackie Harper Academy Business Manager, Thriftwood School and College

Secretary - Ms Sharan Sandhu BSc Hons., SEAX Trust

Conduct of Directors/Governors

- 1.15 Directors, Governors and staff are public servants and as such must not use public monies or official business for personal benefit. The Directors/Governors should avoid obtaining goods and services that include elements of private use or accepting excessive hospitality from prospective suppliers. The Treasury rules about the receiving of hospitality and gifts should be followed, as these rules are there to protect staff and Directors/Governors. A register will be maintained to record hospitality and gifts received. This should record, as a minimum, the name of the organisation that gave the hospitality/gift, the date it was received, its nature and approximate value.
- 1.16 Directors/Governors should be aware that the Prevention of Corruption Act places the burden of proof on the recipient of favours.

NB: All duties and responsibilities of Directors/governors detailed in the Financial Handbook (and other governance documents) apply equally to persons who are not Directors/governors of the Academies but who have been appointed to serve on a committee of those Academies in an honorary capacity.

Declarations of Business Interests

- 1.17 It is vital that Directors/governors and staff act, and are seen to act, impartially. All members of the Board and Local Governing bodies are required to complete a declaration of their business interests. It is also required as a matter of good practice, that the Principals / Headteacher and other senior staff complete declarations. Individual declarations should be maintained together in a register.
- 1.18 Where a Director/Governor or member of staff (or related person) has any interest, either pecuniary or non-pecuniary, in a matter to be discussed at a Board meeting the Director, governor or member of staff must declare their interest and withdraw from that part of the meeting.
- 1.19 Where a Director/Governor or related person has a pecuniary interest in a business, and that interest exceeds limits that may be specified in the Academies' Memorandum or Articles of Association, the Academies must not enter into any contract or arrangement (such as the purchase of goods and service) with that business. i.e., The Academies would not be permitted to trade with a company in which a Director/ Governor holds more than 1/100th of the share capital.
- 1.20 It is the responsibility of Directors/governors and staff to ensure that their declarations of business interests are kept up to date at all times, and to amend or update them as necessary. At the start of each relevant meeting Directors should be asked to declare any interests in a matter included on the agenda.

Payments

- 1.21 It is illegal for Board members to receive any remuneration for their work as Directors, other than payment of all reasonable out of pocket travel, accommodation or other expenses legitimately incurred by them in connection with their attendance at meetings acting in the capacity of Director of the Academies.
- 1.22 No Director may hold any interest in property belonging to the Academies. Nor may a Director receive remuneration in respect of any contract to which the Academies is a party.

PROCEEDINGS OF SEAX Trust Board

- 1.23 The Board of Directors will meet a minimum of three times a year and the Trust will hold an Annual General Meeting. No business can be conducted at any meeting unless a quorum is present. A quorum is usually one half of the total number of Directors with full voting rights. Fourteen days' notice must be given prior to the meeting to all Directors (in the case of the AGM 21 days' notice must also be given to all Members and the Auditors).



- 1.24 As far as practicable, all other agendas, minutes and supporting papers should be circulated at least seven days in advance of the relevant meeting. Papers will be sent to Directors via email or on a secured site electronically. Meetings will still be valid even if any of the usual recipients fail to receive his or her copy of the papers.
- 1.25 Any three Directors may call an additional meeting via notice to the Company secretary. Any such meeting should be convened as soon as is reasonably practicable. An extraordinary meeting may be convened as and when by the Chair.
- 1.26 The Directors will appoint a Clerk to the Board, who will be someone other than a Director or a Principal/Headteacher of the Academies.
- 1.27 In consultation with the Chair and Principal/Headteacher, the Clerk shall draw up a schedule of proposed meeting dates for the Board and sub committees. This should be submitted, for approval, to the full Board of Directors at their AGM meeting.
- 1.28 The Board meeting in Autumn Term will elect the Chair and Vice Chair, and agree membership of Committees.

Scheme of Delegation

- 1.29 The Directors must agree a formal schedule of matters reserved for their decision, i.e. those which should not be delegated within the Academies. Beyond this, the Directors will establish separate committees, at Board level, to deal with specific areas of Academies' business, and should determine the delegated responsibilities to be assigned to those committees. This will ensure that matters can be dealt with in appropriate detail and with sufficient frequency.

The SEAX Trust Board will establish:

- Resources and Audit Committee incorporating areas relating to Premises including Health and Safety; Human Resources; Finance.
 - Curriculum and Standards Committee including Ofsted monitoring
 - The Local Governing Bodies of the Academies will establish sub committees for Pupil Discipline / Exclusions and Staff Discipline/Appeals.
 - Principals'/Headteachers' Performance management will be delegated to the Local Governing bodies.
- 1.30 Where the Directors decide to delegate certain matters for consideration by Local Governing Body committees, each committee should be Chaired by a Governor. The membership of the committee may include persons who are not Governors provided that a majority of the members are Governors. The Directors will ensure that it receives adequate feedback on the work of those committees and is able to consider their decisions formally. The establishment of committees does not absolve the Board of its overall responsibility to manage the Academies.
- 1.31 Directors/Governors are at risk of personal liability if they cause loss to the Academies by acting unlawfully, imprudently or outside the terms of the Academies' Terms of Reference

Section 2 - SEAX Trust Procedures

- 2.1 The Board will establish the following sub committees and will meet once a term and two weeks prior to the Board of Directors meeting:
- **Resources & Audit** incorporating areas relating to Premises (including Health and Safety); Human Resources; Finance
 - **Curriculum & Standards** including Ofsted monitoring
- 2.2 The terms of reference for each committee of the Board must be approved by the full Board and reviewed annually in the Autumn Term.



- 2.3 The Chair of each committee is approved annually by the whole Board. No persons employed by the Academies will act as Chair of a committee. In the absence of a Chair or Clerk the committee will elect a replacement from those present.
- 2.4 Each committee is authorised to invite attendance at its meetings from persons including parents and members of the Academies staff who are not members of the Board, to assist or advise on a particular matter or range of issues e.g. Premises and Site sub committees.
- 2.5 The committees will only operate within their particular areas of delegation.

Section 3 – TERMS OF REFERENCE Resources and Audit Committee incorporating areas relating to Premises (including Health and Safety); Human Resources; Finance

3.1 Membership

- Chair (a Director, elected annually by the Committee)
- Three Directors (one of whom must be the RO)
- To attend: Chief Finance Officer (CFO), CEO
- Invitees: Headteachers, Academy Business Managers

The Chair may not be an employee of a SEAX Trust's Academy. The Committee may invite or co-opt Associate Members of staff when appropriate. The quorum for each meeting will be 3, 2 of which are non-employees (associate members excluded).

The Committee may invite or co-opt Associate Members of staff when appropriate.

The quorum for each meeting will be 3, 2 of which are non-employees (associate members excluded).

3.2 Timing

Meetings will be held at least termly but additional meetings will be held if required. The meeting held at the end of the summer term will ratify the budgets recommended by the individual Academies for the period of September to August, prior to approval by the Board of Directors. The meeting held in November / December will approve the audited year end accounts, financial statements and accounting policies. These will be ratified by the Board and Members prior to submission to the Secretary of State (by 31 December) and filed with Companies House within stated timescales.

3.3 Functions

1. To lead the development of strategic plans and provide leadership on financial issues.
2. To consider the individual Academies' annual indicative funding (as notified by DfE) and assess the implications for SEAX Trust, in consultation with the local Academy Business Managers and Principal/Headteacher, in advance of the academic / financial year. Any matters of significance should be drawn to the attention of the Board.
3. To receive the individual Academies' proposed annual budget from the local Academy Business Managers, consider and recommend the acceptance/non acceptance to the Board of Directors at the start of each academic / financial year. This should include the level and use of contingency funds or balances.
4. Individual Academies will submit termly overview report to the Board of Directors, highlighting any specific concerns as required.
5. To receive copies of each local Academy development Plan(s) (and any subsequent updates) and review the financial implication of these.



6. To annually review and approve the financial regulations, ensuring that all the requirements of the Academies' Financial Handbook are met. Report amendments to the Board, as required.
7. To monitor and review financial operation procedures to ensure effective implementation and operation, including progress against the "Financial Imperatives" and, where appropriate, to make recommendations for improvement.
8. To consider and give outline approval (or reject) SEAX Trust purchases greater than £50,000.
9. To prepare the financial statement to form part of the Annual report of the Board of Directors, for filing in accordance with the Companies Act and the Charity commission requirements.
10. To ensure that the Board has considered, signed and published a Statement of Internal Control and Best Value Statement.
11. To ensure adequate insurance cover is in place to support all SEAX Trust responsibilities such as employers' liability, fidelity, building, Director's indemnity, public liability insurance etc.
12. To receive Audit reports and agree a plan for implementation.
13. To review the SEAX Trust risk register document on a regular basis.
14. To authorise (or refuse) requests in writing to EFA for disposal of an asset(s) in line with Financial Procedures.
15. To approve write-off of any debts (or liaise with EFA if value of debt is greater than as stated in their guidance).
16. To receive an annual review / summary of all Service Contracting arrangements with a value of over £20,000.
17. To agree policy of individual LGBs for Governors expense allowances.
18. Review annually the trust's policies on capitalised asset depreciation, fraud and whistle-blowing.
19. Consider (and approve) the charging and remissions policies.
20. To review these functions annually and propose any amendments to the Board.

Audit

- 3.4** Board members who are not members of the Resources and Audit Committee will have the right of attendance, but will not be entitled to vote. The Clerk will circulate minutes of meetings of the Audit Committee to all members of the Board.

Timing

Meetings shall be held once a term but additional meetings will be held if required. The external auditor may request a meeting, if considered necessary. Other meetings of the Audit Committees will be held as required by the Trust or Chair of the committee. The External Auditor will attend as and when required.

Functions

The Resources and Audit Committee is authorised by the Board to investigate any activity within its terms of reference, and to seek any information it requires from staff. Staff are requested to co-operate with the Committee in the conduct of its inquiries. Requests for work, and reports received from internal audit will be channelled through the accounting officer, to whom the Director of Finance reports. The Audit Committee is authorised to obtain independent professional advice if it considers this necessary.

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The specific audit duties shall be to:

1. Review the Academies internal and external financial statements and reports to ensure that they reflect best practice.
2. Review the risks to internal financial control of the Academies and establish a programme of work to address these risks, inform the statement of internal control and, so far as is possible, provide assurance to external auditors.
3. Review the effectiveness of the Academies internal control systems to ensure that the aims, objectives and key performance targets of the organisation are achieved.
4. Ensure that the Academies internal control systems meet, or exceeds, the standards specified in the Government Academies Financial Handbook and complies in all other respects with these guidelines.
5. Ensure the Academies are independently audited by an approved registered auditor.
6. Recommend to the Board the appointment (or reappointment) of the SEAX Trust auditors, as required.
7. Ensure a copy of the auditor's letter of engagement is submitted to DfE with the annual accounts and Management Letter.
8. Respond to the Auditor's Management Letter and inform the Board of any significant issues.
9. Consider internal reports, including the Auditor's report and RO function and recommend to the Board action as appropriate to respond to findings.
10. Review the operation of Trusts code of practice for Board members and code of conduct for staff.
11. Review annually Trust's Health & Safety policy, and local sub-policies ensuring they meet all requirements of relevant legislation.
12. Oversee Health & Safety issues to ensure compliance with SEAX Trust policy. Receive Health & Safety reports and recommend action to the Board as required.
13. Review annually the s' delegation of financial responsibilities.
14. Consider any other matters where requested to do so by the Board.
15. Report at least once a year to the Board on the discharge of the above duties as required.
16. To review these functions annually and propose any amendments to the Board.



Section 4 - Human Resources function – including Remuneration / Pay

4.1 Functions

Staffing

1. Ensure appropriate budgetary provision exists for any staffing
2. Ensure that all local and national guidelines in respect of recruitment, equal opportunities and safer recruitment are met.
3. Approve job descriptions and conditions of service for CEO/Headteacher/Principal/Deputy and Assistant Headteachers, Chief Financial Officer.
4. Oversee appointments made by Principal/Headteacher within the approved staffing structure (other than the Principal/Headteacher, deputy or assistant Principal/Headteacher and Finance Director appointments which will be the responsibility of the main Board), co-opting other Directors to assist in these matters as required.
5. Produce for approval by the main Board, policies in respect of staffing reductions, including redundancy, early retirement and redeployment in accordance with policies recommended by the DfE;
6. To receive recommendations from LGBs in respect of a need to reduce staffing in accordance with the redundancy procedure. Recommend to the main Board the criteria to identify staff for compulsory redundancy where necessary.
7. Hear the initial case of any dismissal recommended by the Principal/Headteacher

Pay and Conditions

8. Review the pay policy and performance management policy annually and recommend changes to the Board for approval

Training and Development

9. Monitor Directors training.
10. Ensure that Directors involved in recruitment have undertaken the relevant training course and where possible have attended courses relating to personnel matters.
11. Ensure appropriate staff development – to include costs of staff development other than staff costs.
12. Oversee arrangements for in-service training and monitor related spending on it.

Personnel Functions

13. Ensure that procedures are in place (and approved) to cover:
 - Leading HR
 - Performance and reward
 - Recruitment (including references and police checks);
 - Performance appraisal and review;
 - Equal opportunities;
 - Disciplinary (including absence policies);
 - Grievance;
 - Staff expenses.

The Board of Directors should also ensure that procedures are in place to ensure that employees of the



Academies are paid for work done in accordance with their contracts of employment with the Academies.

Matters pertaining to Performance Management of Principal/Headteacher will be delegated, in the first instance to the committees within the Governing Bodies structures unless instructed otherwise by the Board

To review these functions annually and propose any amendments to the Board.

Staffing Committee on Pay

The Staffing Committee on Pay will be delegated in the first instance to the LGBs.

The Audit and Resources Committee will consider any other matters where requested to do so by the Board.

DRAFT



Section 5 - Curriculum and Standards including Ofsted Monitoring

5.1 Membership

- Chair (a Director, elected annually by the Committee)
- Up to 3 SEAX Trust Directors
- To attend: CEO, Headteacher
- Invitees : Up to 3 associate staff members by co-option
- Up to 3 members of Local Governing bodies

The chair may not be an employee of a SEAX Trust's Academy. The quorum for each meeting will be 3, 2 of which are non-employees (Associate Members excluded).

5.2 Timing

Meetings will be held once a term but additional meetings will be held if required.

5.3 Functions

1. To hold SEAX Trust academies to account with regards to the development of the curriculum in line with SEAX Trust Vision and strategy.
2. To hold SEAX Trust Academies to account with regards to strategies and interventions developed to improve results and achievements.
3. To receive and review designated SEAX Trust wide policies and strategies for curriculum, teaching, learning and assessment, ensuring these are aligned with local policies as appropriate.
4. To monitor the progress, attainment and achievement of SEAX Trust pupils and students from KS1 to KS5, ensuring that targets set in the academies have the potential to transform education.
5. To monitor progress towards the development of a SEAX Trust wide Academy Plan reviewing this on an annual basis once ratified.
6. To strategically ensure that curriculum developments across and within SEAX Trust Academies are developed with reference to national and international developments, to ensure that our provision has the potential to promote engagement and achievement for all our learners.
7. To make recommendations to the Resources and Audit committee regarding spending on curriculum-related matters, seeking information and advice from LGB to ensure these recommendations were evidence based and reflect needs within the academies.
8. To recommend adoption or amendment of the curriculum policy statement (as per Dfe guidelines) ensuring this happens both at SEAX Trust and LGB level.
9. To receive from each LGB an evaluation of the monitoring of the curriculum. This may be through copies of minutes of LGB committees and/or requested reports.
10. To recommend to the Board for approval the LGB Religious Education and Collective Worship policy in accordance with the syllabus (as per DfE guidelines)
11. To recommend to the Board for approval the LGB Sex Education policy.
12. To recommend to the Board for approval any policies that relate to the scope of work undertaken by each academy - school / college visits, Gifted and Talented policy, attendance policy etc.
13. To recommend to the Board for approval the LGB codes of conduct and behaviour policies.
14. To review these functions annually and propose any amendments.
15. Ensure no discrimination on the grounds of sex, race, disability, sexual orientation, religion or belief against a child seeking admission and for existing pupils.
16. Ensure that each academy has a current SEF, monitors and reviews progress against actions and success criteria included within.
17. To review these functions annually and propose any amendments to the Board.
18. Ensure that each academy has a current SEF, monitors and reviews progress against actions and success criteria included within



APPENDIX A - Process for SEAX TRUST Election of Chair / Vice-Chair of the Board and Chair of Committees

The process for SEAX Trust elections should be as follows:

- The clerk will ensure that all Directors have an opportunity to nominate themselves as Chair/ Vice-Chair by calling for nominations on the form provided (see Annex A) in advance of the elections.
- All nominations should be received within the published timescale each year, and duly seconded by another Director.
- Nominations can be accepted from a Director who is unable to attend the election meeting, subject to the Clerk having received written confirmation of their desire to stand.
- The agenda for the meeting at which the positions are to be voted on should list those Directors standing for election for each position.
- If no nominations are received in advance of the meeting, nominations may be accepted at the meeting, subject to confirmation being received by the Clerk that a candidate is willing to stand.
- In the event of only one nomination being received and duly seconded for a particular position, the Clerk will ask for a show of hands to determine the Board's acceptance of this nomination.
- Where there are contested positions, elections should be carried out by secret ballot. Where there is more than one nomination, candidates will be required to provide a short "CV and statement" for consideration by other Directors.
- The election process will be managed by the Clerk, who will chair this part of the meeting but who will not have any vote. Ballot papers will usually be issued by the Clerk at the election meeting. However, a Director not able to attend the vote will be given the opportunity to vote in advance by secret ballot. In this case, any ballot papers received in advance of the elections will be opened by the Clerk at the time of the formal ballot.
- Should there be a tie in the number of votes for any position; the ballot should immediately be carried out again. If a second ballot results in a tie, the tied candidates should draw lots to determine the outcome.
- Any Director not wishing to vote for any of the nominees may choose to abstain, but the total number of Directors voting must at least equal the designated quorum (i.e. one half of the total number of Directors holding office at the date of the meeting). In the event this figure is not reached, the election will be postponed until a future meeting.
- Candidates for each position will be asked to remove themselves from the room during voting for that position.
- The term of office for all Chair / Vice-Chairs should be one year although a Chair/Vice Chair can be reappointed for more than one consecutive term. If a Director is elected as Chair/ Vice-Chair and his or her term of office as a Director is due to end before that determined for the office of the Chair / Vice Chair, then the Chair or Vice-Chair's term of office ends when the Director's term of office ends.
- If the position for Chair or Vice-Chair becomes vacant during the year, the Board must elect a new Chair/ Vice-Chair at their next meeting.
- Any Director who is paid to work at one of the SEAX Trust Academies or who is a pupil at one of the Academies is not eligible to stand for election for the office of Chair / Vice-Chair of the Board or any Committee.